



Lewis W. Hill
Chairman

Regional Transportation Authority

300 N. State Street, Chicago, IL 60606
312 836-4000

RECORDATION NO. 12065-A Filed & Recorded

RECORDATION NO. 12065-B Filed & Recorded

AUG 4 1980 - 11 30 AM

AUG 4 1980 - 11 30 AM

RECORDATION NO. 12065-B Filed & Recorded

INTERSTATE COMMERCE COMMISSION

(312) 558-6620

AUG 4 1980 - 11 30 AM 3734-77-22

July 18, 1980 INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 12065-C Filed & Recorded

No. C-217A024

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Date AUG 4 1980

Fee \$ 100.00

REGISTERED MAIL - Return Receipt Requested

ICC Washington, D.C.

Re: Lease of Equipment to Norfolk and Western
Railway Company

Dear Sir:

Enclosed herewith for filing on behalf of the
Regional Transportation Authority please find one original
and two certified copies of:

- "Equipment Lease Agreement between Regional
Transportation Authority and Norfolk and
Western Railway Company", dated July 16, 1979;
- "Equipment Lease Supplement No. 1", dated
July 25, 1979;
- "Equipment Lease Supplement No. 2", dated
July 25, 1979;
- "Equipment Lease Supplement No. 3", dated
July 25, 1979;
- "Equipment Lease Supplement No. 4", dated
October 15, 1979;
- "Equipment Lease Supplement No. 5", dated
June 16, 1980.

Also enclosed is this firm's check for \$100.00 for
the filing fee.

RECEIVED
AUG 4 9 24 AM '80
I.C.C.
FEE OPERATION BR.

INTERSTATE
COMMERCE COMMISSION
AUG 1 1980
2
ADMINISTRATIVE SERVICES
MAIL UNIT

RECORDATION NO. 12065-E Filed & Recorded

AUG 4 1980 - 11 30 AM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 12065-A Filed & Recorded
AUG 4 1980 - 11 30 AM
INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
July 18, 1980
Page Two

The parties to the lease and lease supplements are the Regional Transportation Authority, 300 North State Street, Chicago, Illinois 60610, as lessor, and Norfolk and Western Railway Company, 8 North Jefferson, Roanoke, Virginia 24042, as lessee.

The equipment covered by the lease supplement consists of two passenger locomotives and fifteen bi-level commuter cars more particularly described as follows:

A.A.R. Mechanical Description: Passenger Locomotives and
Bi-Level Commuter Cars

Manufacturer: EMD Electro-Motive, Div. of General Motors
Corp. and The Budd Company

Manufacturer's Numbers: 766062-16; 766062-17;
9655-830/9679-830-8258;
9655-830/9679-830-8259;
9655-830/9679-830-8260;
9655-830/9679-830-7327;
9655-830/9679-830-7329;
9655-830/9679-830-7330;
9655-830/9679-830-7331;
9655-830/9679-830-7332;
9655-830/9679-830-7336;
9655-830/9679-830-7284;
9655-830/9679-830-7296;
9600-910/8267;
9600-910/7349;
9600-910/7350;
9600-910/7351;

RTA Numbers: 115; 116; 8258; 8259; 8260; 7327;
7329; 7330; 7331; 7332; 7336; 7284;
7296; 8267; 7349; 7350; 7351.

Quantity: Seventeen

Identifying Marks: "Regional Transportation Authority -
Owner"

Interstate Commerce Commission
July 18, 1980
Page Three

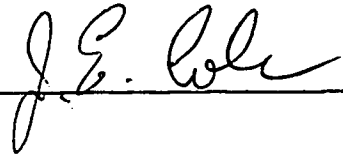
The original documents should be returned to:

William G. McMaster, Jr.
Hopkins, Sutter, Mulroy,
Davis & Cromartie
One First National Plaza
52nd Floor
Chicago, Illinois 60603
(312) 558-6620

Please return any questions concerning this matter
directly to Mr. McMaster.

REGIONAL TRANSPORTATION
AUTHORITY

By: _____

A handwritten signature in dark ink, appearing to read "J. E. Cole", is written over a horizontal line.

State of Illinois)
)
County of Cook) SS
)

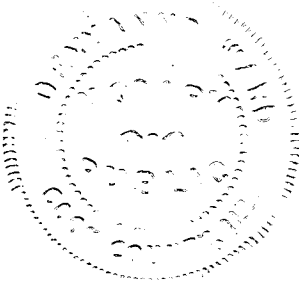
12065-14
RECORDATION NO. Filed & Recorded

AUG 4 1980 - 11 30 AM

INTERSTATE COMMERCE COMMISSION

Certificate

I, Devyanne Ward, a notary public in and for the
county and state aforesaid, hereby certify that I have
examined the foregoing copy of Equipment Lease Supplement
No. 1, dated July 25, 1979, have compared it to
the original thereof, and that the foregoing copy is a true,
correct and complete copy of such original in all respects.



(SEAL)

Devyanne Ward
Notary Public

ACKNOWLEDGMENT

State of Ill.)
)
County of Cook) SS
)

On this 7th day of August, 19 79
before me personally appeared James E. Cole
(Name)

to me personally known, who being by me duly sworn,
says that he is the Division Manager Transportation Operations
(Title)

of the Regional Transportation Authority of the State
of Illinois, that the foregoing equipment Lease
Supplement was signed and sealed on behalf of said
Authority by authority of its Board of Directors,
and he acknowledged that the execution of the foregoing
Equipment Lease Supplement was the free act and deed
of said Authority.

(SEAL)

Lollie L. McKeon
Temporary Acting
My commission expires Secretary

ACKNOWLEDGEMENT

COMMONWEALTH OF VIRGINIA)
) SS
CITY OF ROANOKE)

On this 30th day of July, 1979, before me personally appeared R. F. Dunlap to me personally known, who being by me duly sworn, says that he is the Senior Vice President-Operations of the Norfolk and Western Railway Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Vernon B. Jamison, Jr., Notary Public
My Commission Expires April 8, 1983

EQUIPMENT LEASE SUPPLEMENT NO. 1

This Equipment Lease supplement No. 1 is entered into as of July 25, 19 79, by and between the REGIONAL TRANSPORTATION AUTHORITY ("Authority"), and the NORFOLK AND WESTERN RAILWAY COMPANY, a Virginia corporation ("Railroad").

1. The purchase by the Authority of the Equipment described in this Equipment Lease Supplement has been funded in part by the Urban Mass Transportation Administration of the United States Department of Transportation ("UMTA") (Project IL-03-0049), and by the Illinois Department of Transportation ("IDOT") (Project CAP-75-050 -FED).

2. The Authority and Railroad have entered into an Equipment Lease Agreement dated July 16 1979, ("Equipment Lease Agreement"), which provides for the execution and delivery from time to time of Equipment Lease Supplements in the form hereof for the purpose of leasing railroad commuter cars and locomotives under the Equipment Lease Agreement as and when delivered by the Authority to Railroad in accordance with the terms thereof.

3. The Authority hereby delivers and leases to Railroad under the Equipment Lease Agreement, and Railroad hereby accepts and leases from the Authority under the Equipment Lease Agreement, on this date, the following described railroad commuter cars and locomotives (the "Delivered Units"):

Manufacturer: EMD Electro-Motive, Div. of Gen. Motors Corp.

Description: F-40-PH (B-32 A)

Date Lease Term Ends: 20 Years

Specifications: RTA 76-4.

Manufacturer's numbers: 766062-16, 766062-17

RTA numbers: 115-116 ✓

Railroad numbers: None

Funded by UMTA Project IL-03-0049 and

IDOT Project CAP-75-050 -FED.

4. Railroad hereby confirms to the Authority that, as between Railroad and the Authority, Railroad has accepted the Delivered Units for all purposes of this Equipment Lease Supplement and of the Equipment Lease Agreement. Railroad hereby certifies and acknowledges that each Delivered Unit (a) has

been delivered to, and inspected by, Railroad, (b) is of a size, design, capacity and manufacture acceptable to Railroad for lease under this Equipment Lease Supplement and the Equipment Lease Agreement, (c) is suitable for Railroad's purposes, and (d) is in good working order, repair and condition.

5. All of the terms and provisions of the Equipment Lease Agreement are hereby incorporated by reference in this Equipment Lease Supplement to the same extent as if fully set forth herein.

IN WITNESS WHEREOF, the Authority and Railroad have caused this Equipment Lease Supplement to be duly executed as of the date and year first written above.

REGIONAL TRANSPORTATION AUTHORITY

By: 

NORFOLK AND WESTERN
RAILWAY COMPANY

By: 

SENIOR VICE PRESIDENT - OPERATIONS